



Bylaws

Canadian Cashmere Producers Association

October 4th, 2013

1. NAME

1.1. The name of the Association shall be the Canadian Cashmere Producers Association.

2. PURPOSE

2.1. establish breed standards;

2.2. promote the development of cashmere goat herds;

2.3. conduct and encourage research and development to improve fibre and animal health among cashmere goats;

2.4. disseminate information concerning the development, breeding, herding, care, veterinary medicine, production, marketing and all other matters relevant to cashmere goats and their fibre and other value added products;

2.5. promote and regulate matters pertaining to the history, publicity, breeding, exhibition, and improvement of cashmere goats and fibre;

2.6. contract the Canadian Livestock Records Corporation to carry out a system of recordation and transfer to keep record of the breeding and origin of all cashmere goats and collect, preserve and publish data and documents relating to the same;

3. MEMBERS

3.1. Any individual, firm, institution, partnership or corporation interested in the cashmere goat or cashmere fibre is eligible for membership. Members shall be entitled to full voice and vote at Annual Meetings by written ballot concerning business of the Association and may serve as directors.

3.2. The Board of Directors shall establish the amount of annual dues annually with dues to be set at each Annual Meeting and may classify dues according to membership class and may establish qualifications for membership classification.

3.3. All membership fees are due by January 1st of each year.

3.4. No Member whatsoever shall be entitled to any rights or privileges of the Association during any year until his/her annual fee for that year is paid, the annual year being based on the calendar year. However no one shall be denied the privilege to register or transfer animals in the CCPA Cashmere Goat Record Book, but will be done so as non-member status.

3.5. A member in good standing is one who has paid the current membership fee and is not under suspension or expulsion by the Association. A member ceases to be held in good standing upon the failure to pay the annual membership fee, or any subscription or indebtedness due to the Association; the Board may cause the name of such member to be removed from the register of members. Such a member may be readmitted upon the Association receiving such funds as they may consider satisfactory (not to exceed the member's debt). Until fees for the then-current year have been paid, registration, recordation and transfers shall be at non-members rates.

- 3.6. Any member, who is in arrears of any fees owing to the Association, contravenes a bylaw of the Association relating to the individual identification of animals, keeping of private breeding records, contravenes any provision of the Animal Pedigree Act regulations or is in contravention of any provisions of the Animal Disease and Protection Act may be expelled or suspended. However, such expelled or suspended member may not be denied the privilege to register animals in the herd book of the Association.
- 3.7. Upon written complaint being made against a member or upon information reflecting upon any member's conduct coming to the attention of the President or Board of Directors, it shall be the duty of the same to investigate said conduct or have such conduct investigated and to satisfy themselves that there has been no breach by the member of the bylaws, or that there is a reasonable cause to believe there has been a breach of these bylaws.
- 3.8. Any director or member having a financial interest in the outcome, or who is a complainant or defendant, shall be disqualified from participating in the decision of the Board of Directors. Any member may be suspended from membership, by two-thirds majority of those members of the Board of Directors voting upon a finding that the complaint warrants suspension of the privilege of membership.

4. LIABILITY

- 4.1. Any member suspended or expelled from the Association shall have no claim against the Association or any interest in the property or assets of the Association.
- 4.2. It is understood that this Association shall not be held responsible for any loss or damage that may be sustained through suspension, cancellation or correction of any registration.

5. ANNUAL GENERAL MEETING

- 5.1. A General Meeting of the Association (to be called the Annual General Meeting or AGM) should be held once in every calendar year anytime within the first six months following the fiscal year end at such place and time as the Board of Directors designates. The time and location must be determined at least three (3) months in advance of the AGM. At least thirty (30) days written notice shall be given to members. The accidental omission to give notice to any member, or non-receipt by a member of such notice, shall not invalidate the proceedings of any Annual Meeting. The Annual Meeting may deal with the following business without being included in the Notice of the Annual Meeting.
 - 5.1.1. Reading of the Minutes of the previous Annual Meeting.
 - 5.1.2. Consider the accounts and balance sheet and the report of the auditors thereon.
 - 5.1.3. Consider the reports of the Board of Directors, Committees, and Officers.
 - 5.1.4. Unfinished business from matters arising out of the Minutes.
 - 5.1.5. New business and correspondence.
 - 5.1.6. The elections of the Directors and to consider, if thought expedient, the approval and ratification of the acts and proceedings of the Board of Directors and Officers.

5.1.7. The President may direct that further matters be dealt with at an Annual Meeting and may vary the order in which the business of the meeting is conducted.

5.1.8. Adjournment.

5.2. A quorum of membership for the purposes of conducting business at a members' meeting shall be 20% of the members of the Association present in person or by proxy.

6. BOARD OF DIRECTORS

6.1. The Board of Directors shall consist of at least four (4) and no more than six (6) Directors who shall be elected at large. At the first Annual Meeting of this Association, Directors to be elected shall be elected to serve a term of two (2) years and shall assume office at the AGM Board meetings

6.2. The Board of Directors shall meet at least eight (8) times each year, one such meeting immediately following the conclusion of the Annual Meeting of the Members of the Association.

6.3. Directors shall receive notice of meetings of the Board by telephone, facsimile or email at least five (5) days prior to the meeting. The notice shall specify whether the meeting is to be held in person, online or by telephone conference call. A meeting of the Board may be held on shorter notice, or without notice, providing all consent shall be entered in the minutes. The President or quorum of Directors may, at any time, convene a meeting.

6.4. The Directors shall not be liable to any member in damages or otherwise for any matter or act done by the Directors acting in good faith.

6.5. All decisions made by the Board shall be made in accordance with the spirit of the principles contained in the By Laws of the Association. The Board shall be responsible for initiating and exercising whatever actions are necessary for the promotion of the purposes of the Association.

6.6. Should a perceived conflict of interest arise at any meeting of the Board of Directors on any issue that may be put to a vote, the Director(s) in conflict may speak to the issue and then shall be temporarily excused from the meeting while discussion and voting on said issues take place. Occurrences of this nature shall be recorded in any minutes of the meeting.

6.7. Any member of the Board of Directors who misses more than three consecutive meetings or a total of four meetings in any year may be subject to immediate removal from the Board at the discretion of the remaining Board members, based on a vote supported by a simple majority of the Board of Directors.

7. EXECUTIVE COMMITTEE

7.1. This committee shall consist of the President, Vice-President, Secretary & Treasurer and immediate Past President, and such other officers as the Board of Directors may determine.

7.2. The Executive Committee of the Association shall be elected at the Annual General Meeting by the Directors present. The President shall be elected first by a simple

majority vote of all the votes cast. The Vice-President shall be elected next by the same majority vote, the Secretary and Treasurer in the same manner. This election shall be the first order of new business.

- 7.3. The Board may appoint such additional or other executive members as they see fit. Any vacancy in the above offices may be filled by the Board of Directors for the remainder of the term provided that in any event the Vice-President shall succeed the President in the case of the office of the President becoming vacant. The term of office of each shall be for a period of one (1) year elected immediately after each Annual General Meeting (AGM).

8. DUTIES OF EXECUTIVE COMMITTEE

- 8.1. Duties of the President, as Chief Executive Officer of the Association, shall be to maintain general supervision of the affairs of the Association, subject to the By Laws of the Association.
- 8.2. The President may not cast a vote unless there is a tie.
- 8.3. The President shall also as Chief Executive Officer of the Association be chairperson of the Board of Directors and do all such matters and things in addition thereto as the Board of Directors may from time to time request. The President shall call meetings of the Directors when required, and in any event, upon request of a quorum of Directors.
- 8.4. The President, upon receiving a request from a Director to submit a proposition to the Board of Directors, will detail the subject matter, distributing a copy to each member of the Board of Directors who will cast a vote for or against the subject being considered.
- 8.5. The Vice-President shall in the absence, inability or failure (as determined by the Board of Directors) of the President to act, perform the duties required of the President. The Vice-President will assist the President in the exercise of his/her duties and will perform the duties and have the powers of the President in his/her absence.
- 8.6. The Secretary shall be the corresponding and recording officer of the Association; he/she shall record all memberships and perform such other duties as are incident to the office, including issue all notices of meetings and execute all orders of the Board of Directors concerning matters pertaining to his/her office and have custody of all records and documents except those required to be kept by the treasurer or registrar. The Secretary will keep all minutes of all meetings. In the absence of the secretary from a meeting, the President shall appoint another person to act as Secretary at that specific meeting.
- 8.7. The Treasurer shall be the Association's Chief Fiscal and Financial Officer. The Treasurer shall collect all dues and other monies due to the Association, and shall pay the bills, reporting the same in detail at each regular meeting of the Board of Directors. The Treasurer shall keep the books of accounts and shall prepare a report for the Annual General Meeting (AGM) showing receipts and disbursements, with a statement of the financial condition of the Association.
- 8.8. Registrar will be the Canadian Livestock Records Corporation and the CLRC shall assign to this Association a person to act as Registrar.

8.9. Nothing in these Bylaws shall prohibit any individual from holding two offices simultaneously save and except the President may not hold two offices simultaneously.

9. COMMITTEES

9.1. The Board of Directors may appoint from their number and/or from other members of the Association, committees, whether special or standing, but must in all cases name one of their number as Chairman of such committee. In addition to any special committees to be appointed by the Board of Directors, there shall in any event be the following standing committees, which must be comprised of at least one Board Member and no less than one (1) additional member of the Association, to be deemed active. Exceptions to this rule will be the Executive and Advisory Committees.

9.1.1. Executive Committee: The committee shall consist of the President, Vice-President, Treasurer, Corresponding Secretary and such other directors as the Board of Directors may determine in order that a minimum of four (4) persons shall sit on this committee. The Executive Committee shall do things and execute such matters as outlined in these Bylaws and carry out such instructions as the Board of Directors may direct from time to time.

9.1.2. Public Relations Committee: This committee shall plan and develop methods of promotion to advance the cashmere goat, cashmere fibre and any value-added products.

9.1.3. Breed Committee: This committee shall be responsible for supervising programs for improvement of the cashmere goat, cashmere fibre including recordation and breed standards and any value-added products.

9.1.4. Show Committee: This committee shall design and direct the policy and activities of the Association in the sponsorship of shows which enhance the cashmere goat, cashmere fibre and any value-added products. It shall develop and appoint or nominate judges as requested from time to time.

10. RECORDATION PAPERS

10.1. Recordation papers will be issued through the office of the Registrar under the direction of the Board of Directors of the Canadian Cashmere Producers Association.

11. FISCAL YEAR

11.1. The fiscal year of the Association shall be from January 1 to December 31. At each Annual Meeting an auditor's report shall be presented for the previous year and there shall be presented to the Annual Meeting a balance sheet and statement of the receipts and expenditures for the preceding fiscal year. The auditors of the Association shall be appointed at each Annual Meeting. The Board of Directors may fill any casual vacancy in the office of the auditors.

12. PERIODIC REPORTS

12.1. The Executive Committee may authorize special expenditures totalling \$500.00 annually without prior approval of the Board of Directors. In the event the \$500.00 is

expended, the Executive Committee may request authorization of an additional amount for expenditure without prior line-item approval of the Board of Directors.

13. INTELLECTUAL PROPERTY

13.1. OFFICIAL LOGO No individual or group may use the official logo of the Association for personal or private use without prior written consent of the Board of Directors.

13.2. OFFICIAL STATIONERY No individual or group may use the official stationery of the Association for personal or private use.

14. OFFICIAL BANNER No individual or group may use the official banner of the Association for personal or private use; except that if members are going to gather for an exhibit or a show at a recognized fair or fibre presentation they may make application to the Board of Directors for sponsorship of the Association and use of the official banner. The Board shall decide, by a majority vote, if sponsorship and use of the official banner is appropriate to the occasion.

15. AMENDMENTS

15.1. This constitution may be amended by a resolution at any Annual or Special Meeting of the Association by the affirmative vote of two thirds of the members present.

16. RECORDATION OF PEDIGREE

16.1. A register shall be kept at the office of the Registrar. This register shall be known as the "CCPA Cashmere Goat Record Book" and shall be published at such time and in such form as may be determined by the Board of Directors.

16.2. There shall be furnished by the Registrar for all animals recorded, a recordation certificate or other registration documentation in the form adopted by the Canadian Cashmere Producers Association in consultation with the Registrar.

17. RECORDATION OF HERD NAMES

17.1. A breeder may record for their exclusive use a herd name or code to be used as a prefix in naming their animals. A particular name will be allowed to one person, partnership or limited company only, except with the consent of the breeder who has the name recorded.

18. PRIVATE BREEDING RECORDS

18.1. Each Breeder shall keep an individual private record in which shall be tabulated the individual private herd of each animal and such other information concerning ancestors and breeding of same that will make clear and positive at all times the birth date and parentage of an animal offered for registration in the CCPA Cashmere Goat Record Book

18.2. Individual private herd name shall be given to all cashmere-type kids before weaning, which shall be tattooed or tagged in the ear prior to registration. The indentifying tattoo/tag shall be unique within the CCPA Cashmere Goat Record Book and shall contain the individual private herd name, year letter and breeders' letters as issued by the Registrar. This record shall at all times be open to the inspection of the

official and authorized representatives of the Association and officials of Agriculture and Agri-Food Canada.

- 18.3. When as a result of an inspection of the manner in which private breeding records are kept and the method identification practiced or used by any breeder, it is known that the rules and regulations of the Association in that regard are not being observed, the Board of Directors may immediately suspend or expel such breeder if a member and if not a member, further registrations and transfers may be refused. If such inspection should reveal that the private breeding records and identifications as practiced by such breeder are in such a state of confusion as to raise doubt as to the identity of any number of or all the animals in the herd, the Board of Directors may suspend the pedigree of any number of or all animals involved.

19. GENERAL RULES OF ELIGIBILITY

- 19.1. Recordation in the CCPA Cashmere Goat Record Book shall be granted to any foreign or domestic cashmere goat provided that it meets the Breed Standards and has been confirmed as a cashmere producing animal (19 microns or less in diameter, at least 1.25 inches in length, with a Coefficient of Variation (CV) no greater than 24%, Standard Deviation (SD) no greater than 3.5 and mean style measurements no less than 45 deg/mm, in the animal's second or subsequent fleece).
- 19.1.1. At the expense of the goat owner, a sample of fibre will be sent to a qualified lab approved by the Board of Directors of the Canadian Cashmere Producers Association, meeting the criteria above or proof that such animal did meet the criteria above at second or subsequent fleece.
- 19.1.2. As part of the requirements of animal recordation with the Canadian Cashmere Producers Association, the owner of any goats being recorded under any of the cashmere classifications must, if requested, submit proof that such animal did meet the criteria above at second or subsequent fleece.
- 19.1.3. The Registrar may request proof be submitted at time of application for recordation.
- 19.1.4. If the animal passes the test as a cashmere-producing goat, the Registrar shall issue a recordation certificate for the animal, provided all other criteria of the bylaws of the Canadian Cashmere Producers Association are met.
- 19.1.5. If the animal fails the test, no recordation can be issued. The owner shall be informed of the results and may submit another sample from the same animal for re-testing, at the owner's expense.
- 19.1.6. If the animal passes a second test, recordation may be granted. If however, the animal is not re-tested or fails the second test, the owner will be informed that the animal has not passed and that the goat may not be recorded.
- 19.1.7. The owner may appeal and re-test at his/her own cost, but the results of the testing must satisfy the Registrar as to the animal's eligibility before a recordation certificate can be issued.

- 19.1.8. No cashmere goat shall be considered a “Purebred” but rather will be a “pedigreed” animal and can be recorded as such if it meets the criteria of a cashmere-producing goat.
- 19.1.9. All subsequent generations of goats deriving from recorded initial foundation stock or foreign registered goats, may be granted recordation provided the following conditions are met:
- 19.1.10. The animal must meet the fibre requirements of Cashmere as outlined in these Bylaws and the CCPA Breed Standards.
- 19.1.11. The owner must provide evidence at the time of application.
- 19.1.12. Application for recordation of a cashmere goat shall be made in a form approved by the Board of Directors of the Association or filed electronically with the Registrar in accordance with approved guidelines.
- 19.1.13. For the purpose of this article, “Owner” shall include the purchaser of an animal under the term of an agreement providing for payment of purchase of said animal over a period of time, provided a copy of the said agreement is filed with the Registrar of the Association.
- 19.1.14. In the case of multiple ownership of an animal, each interest shall be on record in the Registrar’s office. No more than four owners may be shown on a certificate of recordation issued by the Registrar and those owners must designate which owner is to receive the certificate of recordation from the Registrar.
- 19.1.15. When an animal is a multiple birth it shall be so stated when applying for recordation.
- 19.1.16. The breeder of an animal is the owner or lessee of the dam at the time she was served. The owner is the owner or lessee of the doe bearing the kid at the time it was born.
- 19.1.17. All names must begin with the herd code or name of the owner.
- 19.1.18. Animal names shall not contain more than thirty-six (36) letters, spaces or characters, including herd name and year letter. Use of duplicate names shall be prohibited within herds and between herds unless 25 years have elapsed.

20. TRANSFERS

- 20.1. The following rules shall apply to the transfer of ownership and issuance of certificates.
- 20.1.1. In the case of the sale of an animal or the interest in an animal, a seller must furnish the Registrar of the Association of a Certificate of Recordation and signed transfer of said animal showing the purchaser’s ownership within six (6) months of sale. Failure to do so on any pretext whatsoever (except under written contracts) shall be grounds for expulsion in the case of a member or for refusal of recordation or transfer in the case of a non-member.

- 20.1.2. Application for recordation of a change of ownership must be made on the forms approved by the Board of Directors, accompanied by the existing certificate of recordation and must give the date of sale name and address of purchaser.
- 20.1.3. Change of ownership shall be recorded in the record database and indicated on a new Certificate of Recordation which shall be issued by the Registrar. The Registrar shall be responsible for maintaining the integrity of the records in the registry and shall be responsible for amending, transferring and cancelling certificates of recordation as may be required.
- 20.1.4. Dead Animals: A notation in ink shall be placed on the face of the certificate stating that the animal died and the date. This certificate shall then be forwarded to the Registrar.
- 20.1.5. Animals sold for Slaughter: "Sold for Slaughter" as well as the date of sale is to be indicated on the certificate which is to be returned to the Registrar.
- 20.1.6. Animals sold without Certificates: "Sold as Grade" as well as the date of sale is to be indicated on the certificate which is to be returned to the Registrar.
- 20.1.7. In the case of transfers in any of the following situations where no financial consideration is involved, the transfer fee shall be the actual cost to the Association to produce the transfer:
 - 20.1.7.1. father and/or mother to son or daughter
 - 20.1.7.2. son or daughter to father and/or mother
 - 20.1.7.3. individual company in which he or she has an interest within a joint venture
 - 20.1.7.4. Individual to Spousal Joint Ownership
 - 20.1.7.5. Spouse to spouse

21. LEASING

- 21.1. In case a male or female is leased or loaned for breeding purposes, a form of lease approved by the Board of Directors shall be signed by the lesser and forwarded, together with certificate of recordation, to the Registrar to be placed on record. The lessee will in all cases be considered the breeder of the progeny of leased or loaned females.

22. REPLACEMENT CERTIFICATES

- 22.1. A replacement certificate may be issued if the recorded owner or his authorized agent applies on a form approved by the Board of Directors showing in a satisfactory manner that the original is lost or destroyed.

23. TERMINATION

- 23.1. The Minister may, by order, declare the corporate powers of any Association to be terminated in any of the following circumstances. On petition therefore by the Association supported by a resolution to that effect passed by at least two-third (2/3) of the members of the Association after a similar consultation process as described above.

24. MISCELLANEOUS

- 24.1. Wherever the singular or masculine is used throughout these bylaws the plural or feminine or a body corporate shall be implied wherever the context so requires.

25. CODE OF STANDARDS

- 25.1. The members of Canadian Cashmere Producers Association deem it advisable and necessary to adopt a Code of Standards to guide the membership in its dealings and with the general public.
- 25.2. The members of Canadian Cashmere Producers Association will conduct themselves according to the following Code of Standards:
- 25.2.1. Members shall abide all local, provincial and federal regulations and statutes applicable to any aspect of the cashmere industry.
- 25.2.2. Members shall not knowingly misrepresent the physical qualities and/or characteristics of an animal.
- 25.2.3. Members shall not represent or advertise an animal bearing cashmere fibre as “purebred”.
- 25.2.4. Members shall not knowingly misrepresent the pedigree or ownership of an animal.
- 25.2.5. Any proven violation of this Code of Standards shall subject the member to sanctions of membership according to the procedure set forth in the Bylaws.

26. BREED DEFINITION

- 26.1. A Cashmere Goat is a dual purpose, full-bodied goat that produces an under down fibre which has a minimum length of 1.25 inches, measures 19 or fewer microns in diameter, with a Coefficient of Variation (CV) no greater than 24% on its second or subsequent fleece.
- 26.2. Fibre diameter is defined as Mean Fibre Diameter (MFD). Fibre must be fine, with a histogram MFD of 19 microns or less.
- 26.3. Style is defined as the crimp or curvature of the individual fibres and is represented on the histogram as deg/mm (degrees of circular arc per mm). Individual fibres should exhibit three-dimensional, irregular crimp along their entire length. Mean style measurements on the histogram should be no less than 45 deg/mm.
- 26.4. Fibre length is measured in its relaxed (crimpy) state and must be no less than 1.25 inches.
- 26.5. Fibre diameter should exhibit minimal variation in a given sample or “swatch” and transitional fibres should not be present. Uniformity is represented on the histogram as Coefficient of Variation (CV) and must be no greater than 24%. Standard Deviation should be no greater than 3.5.
- 26.6. Guard hair should be coarse enough to be easily differentiated from the down fibres.